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*Admitted to practice only in the District
of Columbia*

October 30, 2006

Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, NW
Washington, DC 20554

COPY

**Re: In the Matter of Corona Holdings, Inc. ,
Application for Authorization Pursuant to Section 214 of the
Communications Act, as Amended, for Transfer of Control
File No. _____**

Dear Ms. Dortch:

On behalf of Corona Holdings, Inc., we attach herewith five copies of the above-referenced Application. The original and five (5) copies of this Application, along with the appropriate FCC Form 159 and application fee of \$965.00, are submitted this date to the Commission's depository agent, Mellon Bank, in Pittsburgh, Pennsylvania.

The original of the Application contains an electronic and facsimile signatures of Messrs. Eudy and Lake, II. The original of these pages will be filed with the Commission as supplements upon their arrival at our offices.

Please contact the undersigned should you have any questions or require additional information.

Respectfully submitted,



Thomas J. Moorman

Encl.

READ INSTRUCTIONS CAREFULLY
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE

Approved by OMB
3060-0589
Page 1 of 1

(1) LOCKBOX # 358145		SPECIAL USE ONLY	
		FCC USE ONLY	
SECTION A - PAYER INFORMATION			
(2) PAYER NAME (if paying by credit card enter name exactly as it appears on the card) Cable Co, LLC d/b/a Sh Valley LD		(3) TOTAL AMOUNT PAID (U.S. Dollars and cents)	
(4) STREET ADDRESS LINE NO. 1 103 19048			
(5) STREET ADDRESS LINE NO. 2 60 Beckwith DR.			
(6) CITY Colorado City		(7) STATE CO	(8) ZIP CODE 81019
(9) DAYTIME TELEPHONE NUMBER (include area code) 719-676-3131		(10) COUNTRY CODE (if not in U.S.A.)	
FCC REGISTRATION NUMBER (FRN) REQUIRED			
(11) PAYER (FRN) 0007-48-5386		(12) FCC USE ONLY	
IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C) COMPLETE SECTION BELOW FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET			
(13) APPLICANT NAME CORONA Holdings, Inc.			
(14) STREET ADDRESS LINE NO. 1 401 N. TRYON Street			
(15) STREET ADDRESS LINE NO. 2 10th Floor			
(16) CITY Charlotte		(17) STATE NC	(18) ZIP CODE 28202
(19) DAYTIME TELEPHONE NUMBER (include area code) 704-665-9036		(20) COUNTRY CODE (if not in U.S.A.)	
FCC REGISTRATION NUMBER (FRN) REQUIRED			
(21) APPLICANT (FRN) 0014-48-0198		(22) FCC USE ONLY	
COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET			
(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE CUT	(25A) QUANTITY 1	
(26A) FEE DUE FOR (PTC) \$765.00	(27A) TOTAL FEE \$765.00	FCC USE ONLY	
(28A) FCC CODE 1		(29A) FCC CODE 2	
(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY	
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	FCC USE ONLY	
(28B) FCC CODE 1		(29B) FCC CODE 2	
SECTION D - CERTIFICATION			
CERTIFICATION STATEMENT I, Thomas A. Plaxman , certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief.			
SIGNATURE Thomas Plaxman		DATE 10/30/06	
SECTION E - CREDIT CARD PAYMENT INFORMATION			
MASTERCARD _____ VISA _____ AMEX _____ DISCOVER _____			
ACCOUNT NUMBER _____		EXPIRATION DATE _____	
I hereby authorize the FCC to charge my credit card for the service(s)/authorization herein described.			
SIGNATURE _____		DATE _____	

SEE PUBLIC BURDEN ON REVERSE

FCC FORM 159

FEBRUARY 2003 (REVISED)

**BEFORE THE
FEDERAL COMMUNICATIONS COMMISSION
WASHINGTON, DC 20554**

In the Matter of)	
)	
Corona Holdings, Inc.)	
)	WC Docket No. _____
Application for Authorization Pursuant to)	
Section 214 of the Communications Act of 1934,)	
as Amended, for Transfer of Control)	

APPLICATION FOR TRANSFER OF CONTROL

Corona Holdings, Inc., hereby submits this Application for Authority to Transfer Control of Corona Holdings, Inc. ("Corona") to SSF Partners, LLC. Corona is the parent entity of CableCo, LLC d/b/a ghValley LD (CableCo"), South Park LLC d/b/a South Park Telephone Company ("South Park"), and The Rye Telephone Company ("Rye"), each of which is ultimately 100% owned by Corona. This Application is submitted in contemplation of a corporate restructuring that, upon Commission approval, will result in transfer of control of Corona Holdings, Inc. to SSF Partners, LLC ("SSF").

Following the corporate restructuring, CableCo, South Park, and Rye will continue to provide service to their customers in their respective territories.

Pursuant to Section 63.04(a) of the Commission's rules, the Applicants provide the following information in support of this requested transfer of control:

(1) Applicants' Name, Address and Telephone Number

Corona Holdings, Inc.
Patrick L. Eudy
President and CEO
Corona Holdings, Inc.
c/o American Broadband Communications, LLC
401 N. Tryon Street
10th Floor
Charlotte, NC 28202

Telephone: (704) 665-9036
Facsimile: (888) 698-7975

SSF Partners, LLC

Charles T. Lake II
Managing Director
10 East 53rd Street
32nd Floor
New York, New York 10022

Telephone: (212) 872-1185
Facsimile: (212) 208-4433

(2) State of Organization

Corona Holdings, Inc. is a North Carolina corporation.

SSF Partners, LLC is a Delaware limited liability company.

(3) Contact Information

All correspondence, notices and inquiries regarding this Application should be addressed to:

Patrick L. Eudy
President and CEO
Corona Holdings, Inc.
c/o American Broadband Communications, LLC
401 N. Tryon Street
10th Floor
Charlotte, NC 28202

Telephone: (704) 665-9036
Facsimile: (888) 698-7975

Copies of all correspondence, notices, and inquiries should also be addressed to:

Thomas J. Moorman
Woods & Aitken LLP
2154 Wisconsin Avenue, NW, Suite 200
Washington, DC 20007
Telephone: (202) 944-9502
Facsimile: (202) 944-9501

With a copy to:

David Cosson
2154 Wisconsin Avenue, NW
Washington, DC 20007
Telephone: (202) 333-5275
Facsimile: (202) 333-5274

(4) Ten percent (10%) Equity Shareholders:

TRANSFERORS:

Narrative: Corona Holdings, Inc. is a wholly-owned subsidiary of American Broadband Acquisition Corp. III.

The owners of at least ten percent (10%) of equity of the American Broadband Acquisition Corp. III are American Broadband Communications, LLC (49%) and Signal Equity Partners II, LP (40%).

The owners of at least ten percent (10%) of equity of American Broadband Communications, LLC are Patrick L. Eudy (48.75%) and William H. Tucker (48.75%).

Signal Equity Partners II, LP, is owned by Signal Equity Advisors II, LLC (2.94%, general partner); Garden House LLC (58.9%, limited partner); Eurazeo (23.5%, limited partner); and Burden Direct Investment Fund III (11.76%, limited partner).

The owners of at least ten percent (10%) of equity of Signal Equity Advisors II, LLC are: Timothy P. Bradley (23.3%); Alfred J. Puchala, Jr. (22.3%); Christian Nolen (19.6%); Malcolm C. Nolen (19.6%); and Charles T. Lake II (11.2%).

Corona Holdings, Inc.

	% <u>Equity</u>	<u>Citizenship</u>	<u>Principal Business</u>
American Broadband Acquisition Corp. III	100%	USA	Telecom

American Broadband Acquisition Corp. III (a Delaware corporation)

	% <u>Equity</u>	<u>Citizenship</u>	<u>Principal Business</u>
American Broadband Communications, LLC	49%	USA	Telecom
Signal Equity Partners II, LP	40%	USA	Investments

American Broadband Communications, LLC¹

	% <u>Equity</u>	<u>Citizenship</u>	<u>Principal Business</u>
William H. Tucker	48.75%	USA	Telecom
Patrick L. Eudy ²	48.75%	USA	Telecom

Signal Equity Partners II, LP

	% <u>Equity</u>	<u>Citizenship</u>	<u>Principal Business</u>
Signal Equity Advisors II, LLC	2.94% GP	USA	Investments
Garden House, LLC ³	58.9% LP	USA	Investments
Eurazeo ⁴	23.5% LP	France	Investments
Burden Direct Investment Fund III	11.76% LP	USA	Investments

¹ American Broadband Communications, Inc., ("ABCI"), a sister corporation to American Broadband Communications LLC ("ABCL"), holds 49% of American Georgetown, Inc., which, in turn, owns 100% of Georgetown Telephone Company, an Incumbent Local Exchange Carrier ("ILEC") in Mississippi. Signal Equity Partners II, LP ("Signal"), owns the remaining 51% of American Georgetown, Inc. ABCI also holds 49% of Northwest Missouri Holdings, Inc., which, in turn, holds 100% of Oregon Farmers Mutual Telephone Company, an ILEC in Missouri. Signal owns the remaining 51% of Northwest Missouri Holdings, Inc. American Broadband Acquisition Corp. ("ABAC") has a 100% interest in Eastern Kansas Holdings, Inc., which, in turn, owns 100% of S & A Telephone Company, Inc., a Kansas ILEC. ABCL owns 49% of ABAC; Signal owns 26.4% of ABAC with the remaining 24.6% held by investors with less than 10% ownership. ABCL owns 49%, and Signal owns 51% of Pymatuning Holding Company, which owns 100% of the Pymatuning Independent Telephone Company, a Pennsylvania rural ILEC. ABAC has a 100% interest in Waverly Hall Holdings, Inc., which in turn owns 100% of Waverly Hall Telephone, LLC, an ILEC in Georgia. ABAC has a 100% interest in Mail Holdings, Inc., which in turn owns 100% of Gridley Enterprises, Inc., which in turn owns 100% of Gridley Communications, Inc. and Gridley Telephone Co., an ILEC in Illinois. American Broadband Acquisition Corp. II holds 100% of Noble Holdings, Inc., which in turn holds 100% of Arlington Telephone Co., Blair Telephone Co., Eastern Nebraska Telephone Co., HunTel Cablevision, Inc. d/b/a HunTel Communications, and Rock County Telephone Co. American Broadband Acquisition Corp. IV, a sister company to American Broadband Acquisition Corp. III, holds 100% of Newcastle Holdings, Inc., which in turn holds 100% Elsie Communications and Dalton Telephone Co.

² Mr. Eudy owns 60% of Dialog Telecommunications, a competitive local exchange carrier operating in Kentucky, Mississippi and North Carolina.

³ Eliot Nolen, a US citizen, owns approximately 95% of Garden House, LLC and does not own or control other communications businesses.

⁴ Eurazeo indirectly owns approximately 15.2% of Eutelsat, which it holds through a 66% interest in BlueBirds (which holds a 23% interest in Eutelsat). Eutelsat provides communications services in Europe and the Indian Ocean Region. Eurazeo also owns a 11% interest in Distacom, which owns companies providing mobile telephone service in Hong Kong and India.

Signal Equity Advisors II, LLC

	% <u>Equity</u>	<u>Citizenship</u>	<u>Principal Business</u>
Timothy P. Bradley	23.3%	USA	Investments
Alfred J. Puchala, Jr.	22.3%	USA	Investments
Christian Nolen	19.6%	USA	Investments
Malcolm C. Nolen	19.6%	USA	Investments
Charles T. Lake, II	11.2%	USA	Investments

TRANSFEREES:

Narrative: After the proposed corporate restructuring Corona Holdings, Inc. will continue as a wholly-owned subsidiary of American Broadband Acquisition Corp. III.

The ownership of American Broadband Acquisition Corp. III will change as described below:

1. the ownership interest of American Broadband Communications, LLC, will be reduced from 49% to 30%;
2. Signal Equity Partners II, LP will not be an owner; and
3. SSF Partners, LLC will own 70% of American Broadband Acquisition Corp. III.

The ownership of SSF Partners, LLC is described below.

Corona Holdings, Inc.

	% <u>Equity</u>	<u>Citizenship</u>	<u>Principal Business</u>
American Broadband Acquisition Corp. III	100%	USA	Telecom

American Broadband Acquisition Corp. III (a Delaware corporation)

	% <u>Equity</u>	<u>Citizenship</u>	<u>Principal Business</u>
American Broadband Communications, LLC	30%	USA	Telecom
SSF Partners, LLC	70%	USA	Investments

American Broadband Communications, LLC⁵

	%		Principal
	<u>Equity</u>	<u>Citizenship</u>	<u>Business</u>
William H. Tucker	48.75%	USA	Telecom
Patrick L. Eudy ⁶	48.75%	USA	Telecom

SSF Partners, LLC

	%		Principal
	<u>Equity</u>	<u>Citizenship</u>	<u>Business</u>
DB Zwirn Special Opportunities Fund, LP	99%	USA	Investments

No entity or person owns at least of a 10% interest in DB Zwirn Special Opportunities Fund, LP ("DBZ-SOF"). With the agreement of DBZ-SOF, the authority to oversee and control the day-to-day management and operations of SSF Partners, LLC has been delegated to SSF Advisors, LLC.

SSF Advisors, LLC

	%		Principal
	<u>Equity</u>	<u>Citizenship</u>	<u>Business</u>
Timothy P. Bradley	36.84%	USA	Investments
Alfred J. Puchala, Jr.	36.84%	USA	Investments
Charles T. Lake, II	18.42%	USA	Investments

The foregoing reflects all general partnership interests and all 10% or more derivative equity interests in applicants.

(5) Certification Pursuant to Rules 1.2001-1.2003

Applicants hereby certify, pursuant to 47 C.F.R. §§ 1.2001-1.2003, that to the best of their knowledge, information, and belief, no party to the Application is subject to denial of federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862.

⁵ See also n.1, *infra*.

⁶ See also n. 2, *infra*.

(6) Description of the Transaction

Following a corporate restructuring, Corona Holdings, Inc., will continue to be held as a 100% wholly-owned subsidiary of American Broadband Acquisition Corp., III. The following changes will occur in the ownership of American Broadband Acquisition Corp. III:

1. American Broadband Communications, LLC will hold 30%, rather than the current 49%;
2. Signal Equity Partners II, LP, will not hold any interest;
3. SSF Partners, Inc., will hold 70% of Corona Holdings.

Accordingly, control of Corona will transfer from American Broadband Acquisition Corp. III to SSF Partners, LLC.

(7) Geographic Description

CableCo is a toll reseller providing service to subscribers in and around Colorado City, Colorado.

South Park is an incumbent local exchange carrier ("ILEC") providing local exchange and exchange access service to subscribers in and around South Park, Colorado.

Rye is an incumbent local exchange carrier providing local exchange and exchange access service to subscribers in and around Colorado City, Colorado.

(8) Streamlined Treatment

The Applicants request streamlined treatment for this Application which qualifies for streamlining under Sections 63.03 of the Commission's rules.

The Application is entitled to a presumption of the applicability of the streamlined procedures pursuant to Sections 63.03(b)(2)(ii) and (iii). At the close of the proposed corporate restructuring, Corona, together with all of its affiliates, will have a less than 10% share of the

interstate, interexchange market.⁷ With respect to Section 63.03(b)(2)(ii), Dialog

Telecommunications, a non-dominant carrier provides services exclusively outside the geographic area where the dominant carriers, Cable Co., South Park, and Rye are dominant.

With respect to Section 63.03(b)(2)(ii), the applicant, Rye, is an independent telephone company and Corona's affiliates, Arlington Telephone Co., Blair Telephone Co., Dalton Telephone Co., Eastern Nebraska Telephone Co., Elsie Communications, Georgetown Telephone Company, HunTel Cablevision d/b/a HunTel Communications, Oregon Farmers Mutual Telephone Company, Pymatuning Telephone Company, Rock County Telephone Co., S&A Telephone Company, Waverly Hall Telephone, LLC and Gridley Telephone Company have fewer than two (2) percent of the nation's subscriber lines and there are no overlapping or adjacent service areas. There are no requests for waivers associated with this Application.

(9) Other Related Applications Before the Commission

The applicants will file for authority to transfer International Section 214 Authority as well as applications related to the control of certain radio licenses and a fixed earth station.

(10) Statement of Imminent Business Failure

Not applicable.

(11) Separately Filed Waiver Requests

None

(12) Public Interest Statement

Upon consummation of the Transaction, CableCo, South Park, and Rye will continue to provide high quality, modern local exchange, exchange access, and long distance service to their current respective subscribers in a manner that will render the transfer for which authorization is

⁷ Corona Holdings, Inc. is a holding company which does not itself provide telecommunications services at any location.

sought herein transparent to the companies' subscribers. This Application contemplates only a corporate restructuring.

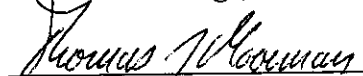
CONCLUSION

For the foregoing reasons, Applicants respectfully request that the Commission promptly grant this Application.

Respectfully Submitted,

Corona Holdings, Inc.

By:



Thomas J. Moorman

Woods & Aitken LLP

2154 Wisconsin Avenue, NW, Suite 200

Washington, DC 20007

202/944-9500 (TEL)

202/944-9501 (FAX)

David Cosson

2154 Wisconsin Avenue, NW

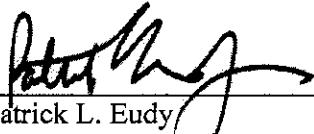
Washington, DC 20007

Its Attorneys

October 30, 2006

DECLARATION

I, Patrick L. Eudy, President and CEO, Corona Holdings, Inc. ("Corona"), do hereby declare under penalties of perjury that I have read the foregoing "Application of Transfer of Control," and the information contained therein regarding Corona and its affiliates is true and accurate to the best of my knowledge, information, and belief.



Patrick L. Eudy

Date: 10-30-06

President and CEO
Corona Holdings, Inc.
c/o American Broadband Communications, LLC
401 N. Tryon Street
10th Floor
Charlotte, NC 28202

DECLARATION

I, *Charles T. Lake II*, *Managing Director of SSF Partners, LLC* ("SSF Partners"), do hereby declare under penalties of perjury that I have read the foregoing "Application of Transfer of Control," and the information contained therein regarding SSF Partners is true and accurate to the best of my knowledge, information, and belief.

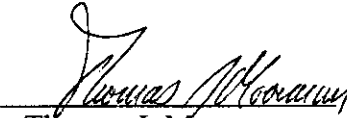


Charles T. Lake II
Managing Director
10 East 53rd Street
32nd Floor
New York, New York 10022

Date: 10/30/06

CERTIFICATE OF SERVICE

I, Thomas J. Moorman, of Woods & Aitken LLP, 2154 Wisconsin Avenue, N.W., Suite 200, Washington, DC 20007, do hereby certify that on this 30th day of October, 2006 of the foregoing "Application for Transfer of Control" was mailed, first class postage prepaid, to the following:


Thomas J. Moorman

The Honorable Bill Owens
Governor, State of Colorado
136 State Capitol
Denver, Colorado 80203

Colorado Public Utilities Commission
1580 Logan Street OL2
Denver, Colorado 80203

Department of Defense
Assistant Secretary of Defense for C3I
1000 Defense Pentagon, Room 3E172
Washington, DC 20301-1000

Department of State
EB/CIP/SCA
Room 4826
2201 C Street, N.W.
Washington, DC 20520

* Competition Policy Division
Wireline Competition Bureau
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

* Tracey Wilson-Parker
Wireline Competition Bureau
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

* via hand delivery